

Basic Agreement with Soli Solutions, Inc., to operate at the VIM Elkhart site:

1. Soil Solutions (SS) will maintain total control over the Demonstration and "Screened Top Soil" mixtures and the two (2) windrows of ground(processed) "C" wastes and all operations dealing with only these materials on the VIM Elkhart site.
2. The period for SS operating on the VIM Elkhart site with the above materials at VIM Elkhart on this test project will end after the 'growing season' or until October 31, 2009.
3. SS may operate using VIM machinery and equipment, however, SS must always have an oversight manager on-site while processing and the work is to be done using SS employees. AT NO TIME IS KEN WILL OR VIM EMPLOYEES ALLOWED TO OVERSEE OR OPERATE IN THIS PROJECT, OR THE PROJECT/TEST WILL BE IMMEDIATELY TERMINATED BY IDEM.
4. To better estimate the approximate volume of materials SS may process and market, IDEM will conduct GPS mapping of the materials to gain a volume that SS may not go over.
5. SS has to maintain detailed records of processing (materials mixed and mixing rates) of these materials as well as detailed records of exactly how much 'product' is sold during the term of this project/test. Also, SS must disclose every person, or entity that buys this 'product' over the term of the project/test.
6. Before any product may be sold, a list of potential buyers must be submitted to IDEM, with contact name and contact information.
7. SS must develop a contingency plan for possible emergencies at the VIM Elkhart site, including, but not limited to, listing of all potential SS employees and managers who may work at the VIM Elkhart site, a listing of all local emergency agencies (including nearest hospital) and a listing of SS employees to be contacted in the case of an emergency.
8. Prior to initiation of work at the VIM Elkhart site, SS agrees to split composite samples of the ground (processed) "C" wastes in the two (2) windrows that are to be processed. A listing of what is to be tested by SS will be developed and submitted to SS prior to sampling.
9. One hundred percent (100%) of all products made in this project/test will be marketed by and under the name Soil Solutions Company. VIM Recycling will not be allowed to market any of this product or the materials associated with this product.
10. SS will submit a final report within thirty (30) days of the end of the project/test (or no later than November 30, 2009). The report is to include, but is not limited to, a listing of every person or entity that bought the product in 2009 (with contact information), the total amount of the product purchased by each person or entity, what each person or entity used the products for and or disclose any additional testing that may be done on the product.